

United States v. Andrade

Defendant's Reply to Government's Sentencing Memorandum

ATTACHMENT-7

From: Japheth Dillman <jdillman@blockbits.capital>

Date: Monday, December 3, 2018 at 10:10 AM

To: [REDACTED]

Subject: Re: Drafts of legal docs

Hi Ben,

I am anticipating an asset sale this week that should provide me enough liquidity to buy out your interests, as well as the other members interests, in the AML Bitcoin LLC SPV that was created at the beginning of 2018. In addition, I know that you acquired AML tokens yourself directly on exchanges. I am willing to also purchase thee tokens as well. To accomplish the buyout of your SPV membership as well as your private purchases of AML Bitcoin tokens we will need two separate agreements. The first agreement is to purchase your SPV membership interests.

I am willing to purchase your interests based on an evaluation of AML Bitcoin at \$1.50 a token. This should be a premium to your initial membership purchase.

The second agreement is to purchase your private AML Bitcoin tokens, that you acquired directly from an exchange, at an evaluation \$1 per AML Bitcoin token, based on my understanding this would be a premium of your purchase price.

Today, I plan to reach out to my accountant to prepare an analysis of the existing membership interests in the SPV so that I can confirm the exact amounts. At the same time, can you please provide to me a summary of your private purchases that were done outside the SPV on your own?

If it is easier for you Ben, I am more than happy to allow your lawyer draft both agreements in order to include language you desire, and then I will review when sent to me. If this is not an option, I am more than happy to reach out to my attorney today and begin that process of drafting both agreements which I will then send to you when I receive. Just to reiterate, we need two separate agreements.

So, in summary I will work with my accountant to do the analysis to get you the exact amount of the buy out of your membership interests in the SPV at the token valuation of \$1.50, and at the same time please send to me a summary of your private purchases you did outside the SPV when you have a chance. In addition, please let me know if you prefer to have your lawyer prepare those two agreements or if you want me to have my lawyer draft both agreements.

Thanks,

On Mon, Dec 3, 2018 at 8:09 AM Ben Boyer <[REDACTED]> wrote:

Boyer Family Trust – \$1,524,529 (2,308,235 tokens)

Benjamin Boyer Trust – \$235,369 (235,369 tokens)

AML Token Purchases

<u>Entity</u>	<u>Dollar Amount</u>	<u>Price/Token</u>	<u>Tokens</u>	<u>Date</u>
Boyer Family Trust	\$ 730,000	\$1.25	584,000	1/11/18
Boyer Family Trust	\$ 120,000	\$1.25	96,000	1/11/18
Boyer Family Trust	\$ 67,500	\$1.50	45,000	1/25/18
Boyer Family Trust	\$ 37,500	\$1.50	25,000	1/25/18
Boyer Family Trust	\$ 125,000	\$0.17	750,000	10/30/18
Boyer Family Open Market	\$ 444,529	\$0.55	808,235	2018
Boyer Family Trust Total	\$ 1,524,529	\$0.66	2,308,235	
Benjamin Boyer Trust	\$ 150,000	\$1.50	100,000	1/21/18
Benjamin Boyer Open Market	\$ 85,369	\$0.55	155,216	2018
Benjamin Boyer Trust Total	\$ 235,369	\$0.92	255,216	
Total AML Tokens	\$ 1,759,898	\$0.69	2,563,451	

From: Ben Boyer <[REDACTED]>
Date: Monday, December 3, 2018 at 7:53 AM
To: Arthur Weissman <[REDACTED]>, Japheth Dillman [REDACTED] |>
Subject: Drafts of legal docs

Please send me drafts of the legal docs (purchase agreement, etc) so that my attorney can review/comment ahead of the closing. Also, please give me an ETA for this entire process.

I assume you guys will ask for an NDA and release upon receipt of the coins. Obviously, without completion of the sale (ie cash receipt), the NDA and release will be null and void so please make sure this concept is capture in the first draft.

Thanks

-Ben

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Japheth Dillman

Managing Partner & Co-Founder

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